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 COUNSEL

July 3, 1991

RECEIVED 7/3/91

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INTERSTATE COMMERCE COMMISSION

Secretary
 Interstate Commerce Commission
 Washington, DC 20423

Dear Secretary:

We have enclosed three counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code:

Release, dated June 1st, 1991, by the Mercantile-Safe Deposit and Trust Company, a secondary document.

The primary documents to which this is connected are a Lease of Railroad Equipment and assignment thereof recorded on July 26, 1983, under Recordation Nos. 8066-C and 8066-D.

The name and address of the party to the documents are as follows:

Agent
 Mercantile-Safe Deposit and Trust Company
 Two Hopkins Plaza
 Baltimore, Maryland 21203

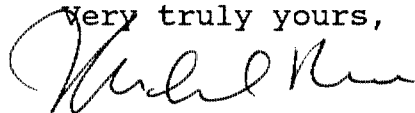
The equipment covered by this document consists of 50'6", 70-ton capacity general service box cars, AAR mechanical designation XM, marked with the road numbers of The Atchison, Topeka and Santa Fe Railway Company in the series ATSF 51000 - ATSF 51976, formerly marked in the series RBOX 12000 - RBOX 12343, RBOX 15676 - RBOX 16061, and RBOX 18024 - RBOX 18293, all inclusive.

A short summary of the document to appear in the index is as follows:

Release, dated June 1, 1991, by Mercantile-Safe Deposit and Trust Company, as agent, releasing and discharging its interest as assignee in the Lease of Railroad Equipment dated as of May 1, 1983, between The Atchison, Topeka and Santa Fe Railway Company and United States Trust Company of New York, as trustee.

A fee of \$15 is enclosed. Please return any extra copies not needed by the Commission for recordation to James E. Magee, Esq., 1111 19th Street, N.W. Washington, D.C. 20036.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Michael Rice", written over the typed name.

Michael Rice

Enclosures

8066-F
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INTERSTATE COMMERCE COMMISSION

RELEASE dated as of June 1, 1991, by MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, a Maryland banking corporation (hereinafter called the Agent).

WHEREAS the Agent is acting for certain institutional investors pursuant to the Finance Agreement dated as of September 1, 1975 (hereinafter called the **Finance Agreement**), among the Agent, United States Trust Company of New York, a New York corporation, acting as trustee under the Trust Agreement dated as of September 1, 1975, with General Electric Credit Corporation, a New York corporation (said trust company, in such capacity, being hereinafter called the **Trustee**), and certain investors named in Schedule A thereto;

WHEREAS, acting pursuant to the Finance Agreement, the Agent has been assigned certain indebtedness under the three Conditional Sale Agreements dated as of September 1, 1975, among the following parties:

ACF Industries, Incorporated, a New Jersey corporation, the Trustee, and The Atchison, Topeka and Santa Fe Railway Company, a Delaware corporation (hereinafter called the **Guarantor**);

FMC Corporation, a Delaware corporation, the Trustee, and the Guarantor; and

Pullman Incorporated (Pullman-Standard division), a Delaware corporation, the Trustee, and the Guarantor;

(each such agreement being hereinafter called a **Conditional Sale Agreement**), in each case pursuant to an Agreement and Assignment dated as of September 1, 1975 (each hereinafter called an **Assignment**);

WHEREAS each Conditional Sale Agreement and the related Assignment has been recorded with the Interstate Commerce Commission pursuant to section 20c of the Interstate Commerce Act on September 1, 1975, and assigned the following recordation numbers, respectively:

8068 and 8068-A (ACF);

8069 and 8069-A (FMC);

8065 and 8065-A (Pullman);

WHEREAS the Guarantor and the Trustee are parties to a Lease of Railroad Equipment dated as of May 1, 1983 (hereinafter called the **Lease**), and the Lease has been assigned to the Agent as security for the Trustee's indebtedness under the Conditional

